

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:) **Chapter 11**
)
Q-RAY COMPANY) **Case No. 07-03228**
)
Debtor.)
) **Honorable Eugene R. Wedoff**

**ORDER GRANTING VERIFIED SECOND INTERIM AND FINAL FEE APPLICATION
OF KIRKLAND & ELLIS LLP FOR ALLOWANCE OF ADMINISTRATIVE
CLAIM FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD OF MARCH 15, 2007, THROUGH OCTOBER 31, 2007**

Kirkland & Ellis LLP (“K&E”) as special counsel to the above-captioned debtor (the “Debtor”), having filed the *Verified Second Interim and Final Fee Application of Kirkland & Ellis LLP for Allowance of Compensation and Reimbursement of Expenses for the Interim Period of March 15, 2007, through October 31, 2007* (the “Final Fee Application”); the Court having reviewed the Final Fee Application; it appearing that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; it appearing that this proceeding is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); it appearing that venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409; adequate notice having been given; it appearing no other notice need be given; all persons with standing having been afforded the opportunity to be heard on the Final Fee Application; and after due deliberation and sufficient cause appearing therefore, it is hereby ORDERED that:

1. The Final Fee Application is GRANTED, on a final basis.
2. For the period of March 15, 2007, through October 31, 2007, an administrative allowance be made to K&E in the sum of \$342,498.50 for necessary professional services rendered and \$10,144.12 for expenses incurred.

3. For preparation and prosecution of the Final Fee Application, an administrative allowance be made to K&E for any fees and expenses incurred after October 31, 2007, in connection with preparing and prosecuting the Final Fee Application.

4. The Trustee is hereby authorized and directed to pay the sums described in paragraph 2 hereof in the amount of \$352,642.62 representing the unpaid fees and expenses for the period of March 15, 2007, through October 31, 2007.

5. The Trustee is hereby authorized and directed to pay to K&E any fees and expenses incurred after October 31, 2007, in connection with preparing and prosecuting the Final Fee Application.

6. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

7. Notwithstanding the possible applicability of Bankruptcy Rules 6004(h), 7062, 9014, or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

8. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

Dated: Chicago, Illinois
_____, 2008

United States Bankruptcy Judge